

ORIGINAL

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

ADDIE VANCIL, derivatively on behalf of  
iStar Financial, Inc.

Plaintiff,

v.

JAY SUGARMAN., *et al.*,

Defendants.

No. 10 Civ. 4312 (RJS)

FILED  
U.S. DISTRICT COURT  
S.D. OF N.Y.  
2011 APR 27 PM 3:53

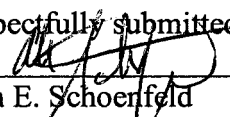
**MOTION TO ADMIT COUNSEL PRO HAC VICE**

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern District of New York, I, Alan E. Schoenfeld, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of Jeffrey B. Rudman, Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, Massachusetts 02019.

Mr. Rudman is a member in good standing of the Bar of the Commonwealth of Massachusetts. There are no pending disciplinary proceedings against Mr. Rudman in any State or Federal court.

Dated April 27, 2011

Respectfully submitted,

  
\_\_\_\_\_  
Alan E. Schoenfeld  
Wilmer Cutler Pickering Hale and Dorr LLP  
399 Park Avenue  
New York, New York 10022  
tel. (212) 937-7294  
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alan.schoenfeld@wilmerhale.com

Plaintiff's Exhibit

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

ADDIE VANCIL, derivatively on behalf of  
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Plaintiff,

v.

JAY SUGARMAN., *et al.*,

Defendants.

No. 10 Civ. 4312 (RJS)

**DECLARATION FO ALAN E. SCHOENFELD IN SUPPORT OF  
MOTION TO ADMIT COUNSEL PRO HAC VICE**

Alan E. Schoenfeld, hereby declares under penalty of perjury as follows:

1. I am an associate at Wilmer Cutler Pickering Hale and Dorr LLP, counsel for intervenor Special Committee of the Board of Directors of iStar Financial Inc. in the above-captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit Jeffrey B. Rudman as counsel *pro hac vice* to represent the Special Committee in this matter.
2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in April 2007. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Mr. Rudman since 2009.
4. Mr. Rudman is a partner at Wilmer Cutler Pickering Hale and Dorr LLP in Boston.
5. I have found Mr. Rudman to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

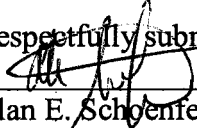
6. Accordingly, I respectfully move for the admission of Jeffrey B. Rudman, *pro hac vice*.

7. I respectfully submit a proposed order granting the admission of Jeffrey B. Rudman, *pro hac vice*.

WHEREFORE it is respectfully requested that the motion to admit Jeffrey B. Rudman, *pro hac vice*, to represent the Special Committee in the above-captioned matters, be granted.

Dated April 27, 2011

Respectfully submitted,

  
\_\_\_\_\_  
Alan E. Schoenfeld  
Wilmer Cutler Pickering Hale and Dorr LLP  
399 Park Avenue  
New York, New York 10022  
tel. (212) 937-7294  
fax: (212) 230-8888  
alan.schoenfeld@wilmerhale.com

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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Defendants.

No. 10 Civ. 4312 (RJS)

**ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION**

Upon the motion of Alan E. Schoenfeld, and the affidavit in support, IT IS HEREBY ORDERED that Jeffrey B. Rudman, Wilmer Cutler Pickering Hale and Dorr LLP, 60 State Street, Boston, Massachusetts 02019 is admitted to practice *pro hac vice* as counsel for intervenor Special Committee of the Board of Directors of iStar Financial Inc. in the above-captioned action in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys.

Dated \_\_\_\_\_, 2011

\_\_\_\_\_  
Hon. Richard J. Sullivan  
United States District Judge

**CERTIFICATE OF SERVICE**

I hereby certify that on April 27, 2011, a copy of the foregoing Motion to Admit Counsel *Pro Hac Vice* was filed with the Clerk of the Court. The foregoing was also served on counsel, indicated below, via first-class mail:

Craig W. Smith  
Robbins Umeda, LLP  
600 West B Street, Suite 1900  
San Diego, CA 92101

David H. Kistenbroker  
Katten Muchin Rosenman LLP  
525 West Monroe Street  
Chicago, IL 60661

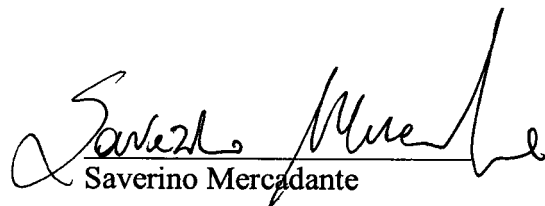
*Counsel for plaintiff Addie Vancil*

*Counsel for nominal defendant iStar Financial Inc.*

Scott B. Schreiber  
Arnold & Porter  
Thurman Arnold Building  
555 Twelfth Street, N.W.  
Washington, DC 20004-1206

*Counsel for individual defendants Jay Sugarman, Robert W. Holman, Jr., Robin Josephs, George R. Puskar, John G. McDonald, Jeffrey A. Weber, Glenn R. August, Dale Anne Reiss, Catherine Rice, Nicholas A. Radesca, and Timothy J. O'Connor*

Dated April 27, 2011

  
Saverino Mercadante

## COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **nineteenth** day of **December** A.D. **1975**, said Court being the highest Court of Record in said Commonwealth:

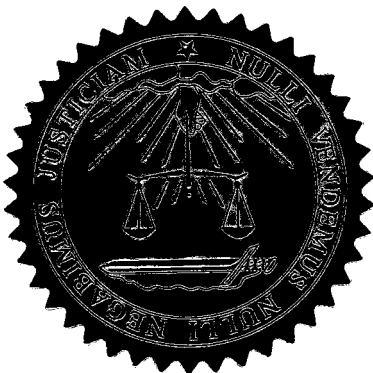
Jeffrey B. Rudman

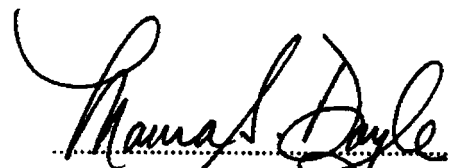
being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court\*.

In testimony whereof, I have hereunto set my hand and affixed the

seal of said Court, this **nineteenth** day of **April**

in the year of our Lord **two thousand and eleven**.



  
MAURA S. DOYLE, Clerk

\* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.